

OPENTABLE INC  
Form 8-K  
June 24, 2010

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the**  
**Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): **June 22, 2010**

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**OPENTABLE, INC.**

(Exact name of Registrant as specified in its charter)

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**Delaware**  
(State or other jurisdiction)

of incorporation)

**001-34357**  
(Commission File No.)

**94-3374049**  
(I.R.S. Employer

Identification No.)

799 Market Street, 4th Floor, San Francisco, California

94103

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(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: **(415) 344-4200**

**Not Applicable**

(Former name or former address if changed since last report)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.07 Submission of Matters to a Vote of Security Holders.**

On June 22, 2010, OpenTable, Inc. (the Company) held its annual meeting of stockholders. At the annual meeting, stockholders voted on the following two proposals, both of which are described in detail in the Company's definitive proxy statement filed with the Securities and Exchange Commission on April 27, 2010.

Proposal 1. The election of the two nominees listed below to serve until the 2013 annual meeting of stockholders or until their successors are elected.

	<b>For</b>	<b>Withheld</b>	<b>Broker Non-Votes</b>
Jeffrey Jordan	16,950,990	3,095,701	1,388,238
Thomas H. Layton	16,886,171	3,160,520	1,388,238

Proposal 2. The ratification of the selection, by the Audit Committee of the Board of Directors, of Deloitte & Touche LLP as the independent registered public accounting firm of the Company for its fiscal year ending December 31, 2010.

<b>For</b>	<b>Against</b>	<b>Abstain</b>
21,432,150	2,679	100

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: June 24, 2010

OpenTable, Inc.

By:

/s/ Matthew Roberts  
Matthew Roberts  
*Chief Financial Officer*